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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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| In re: | : | Chapter 11 |
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| SEARS HOLDING CORPORATION, <i>et al.</i> , | : | Case No.: 18-23538 (RDD) |
| | : | |
| Debtors. ¹ | : | (Jointly Administered) |
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**JOINDER BY CAPARRA CENTER ASSOCIATES, LLC., IN THE OBJECTION OF
VARIOUS LANDLORDS TO NOTICES OF FILING REVISED PROPOSED ORDER (I)
AUTHORIZING THE ASSET PURCHASE AGREEMENT AMONG SELLERS AND
BUYER, (II) AUTHORIZING THE SALE OF CERTAIN OF THE DEBTORS' ASSETS
FREE AND CLEAR OF LIENS, CLAIMS, INTERESTS AND ENCUMBRANCES, (III)
AUTHORIZING THE ASSUMPTION AND ASSIGNMENT OF CERTAIN
EXECUTORY CONTRACTS, AND LEASES IN CONNECTION THEREWITH AND
(IV) GRANTING RELATED RELIEF**

Caparra Center Associates, LLC, ("Landlord"), by and through the undersigned counsel, hereby submits this joinder (the "Joinder") and joins in the Objections of Landlords (Docket Nos. 2380, 2380-1 and 2395) (the "Landlord Objections") to the *Notice of Filing Revised Proposed Order (I) Approving the Asset Purchase Agreement Among Sellers and Buyer, (II) Authorizing the Sale of Certain of the Debtors' Assets Free and Clear of Liens, Claims, Interests and Encumbrances, (III) Authorizing the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases in Connection Therewith and (IV) Granted Related Relief* [Docket No. 2332] and the *Notice of Filing Second Revised Proposed Order (I) Approving the Asset Purchase Agreement Among Sellers and Buyer, (II) Authorizing the Sale of Certain of the Debtors' Assets Free and Clear of Liens, Claims, Interests and Encumbrances, (III) Authorizing the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases in Connection Therewith and (IV) Granted Related Relief* [Docket No. 2378].

Landlord joins in and adopts the Landlord Objections and respectfully requests that any order approving the sale of substantially all of the Debtors' business and assets to the Buyer incorporate the changes outlined in the Landlords' Proposed Sale Order.

RESERVATION OF RIGHTS

Landlord expressly reserves the right to supplement this Joinder and make such other and further objections as it deems necessary and appropriate.

WHEREFORE, Landlord respectfully requests that (i) if the Court approves the proposed sale of substantially all of the Debtors' business and assets to the Buyer, any order approving the sale incorporate the changes outlined in the Landlords' Proposed Sale Order and (ii) the Court grant to Landlord such other and further relief as is just and appropriate.

Dated: Ft Lauderdale, Florida
February 6, 2019

Respectfully Submitted,

LAW OFFICE OF PENNY R. STARK

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*Attorney for Caparra Center Associates,
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